

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE NEXCEN BRANDS, INC.
SECURITIES LITIGATION

Master File No. 1:08-cv-04906-AKH

This document relates to: all actions

**DECLARATION OF CATHERINE A. TORELL IN SUPPORT OF PLAINTIFF'S
MEMORANDUM IN OPPOSITION TO DEFENDANTS' MOTIONS TO DISMISS**

Pursuant to 28 U.S.C. § 1746, I, Catherine A. Torell, declare as follows:

1. I am of counsel at Cohen Milstein Sellers & Toll PLLC, counsel for Lead Plaintiff Vincent Granatelli. I submit this declaration in support of Plaintiff's Memorandum in Opposition to Defendants' Four Motions to Dismiss.

2. Attached as an exhibit hereto is a true and correct copy of the following:

Exhibit 1: NexCen Form 8-K, filed with the SEC on May 19, 2008

Exhibit 2: NexCen 2006 Form 10-K/A, filed with the SEC on Apr. 30, 2007

Exhibit 3: NexCen 2007 Form 10-K/A, filed with the SEC on Apr. 29, 2008

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Dated: December 14, 2009

/s/ Catherine A. Torell
Catherine A. Torell